

Sean M. Wood, Esq. (14848)
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THE RUDD FIRM, P.C.
201 S. Main Street, Ste. 275
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Attorneys for Debtor

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH
CENTRAL DIVISION**

In re	Case No. 13-30606
MINERAL RESOURCES INTERNATIONAL, INC.	Chapter 11
Debtors	Filed Electronically
	Judge R. Kimball Mosier

**NOTICE OF MOTION FOR THIRD AND FINAL APPLICATION OF CHAPTER
11 DEBTOR'S ACCOUNTANTS FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES**

(Objection Deadline: May 6, 2015)

PLEASE TAKE NOTICE that Mineral Resources International, Inc. (hereinafter referred to as "Debtor") has filed with the United States Bankruptcy Court for the District of Utah, a Motion for the Third and Final Application of The Rudd Firm, P.C., Counsel for the Debtor, for Allowance of Compensation and Reimbursement of Expenses.

YOUR RIGHTS MAY BE AFFECTED. You should read these papers carefully and discuss them with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.

The Debtor is seeking to have the Court approve the compensation of the Debtor's Counsel, The Rudd Firm, P.C.

CERTIFICATE OF SERVICE

I hereby certify that on April 17, 2015 I caused a copy of the foregoing Notice of Hearing to be sent to the 20 largest unsecured creditors via First-Class mail, and the following via ECF notice:

US Trustee's Office Laune Cayton	via ECF
Don Dalton Dalton and Kelley PLC Counsel for Creditors	via ECF
20 Largest Unsecured Creditors	via First-Class Mail
	<u>/s/ Sean Wood</u> Sean Wood Attorney for Debtor

If you do not want the Court to grant the Motion, then you or your attorney must

(1) on or before May 6, 2015 file with the Bankruptcy Court a written Objection and Request for Hearing, explaining your position, at

United States Bankruptcy Court
350 South Main Street, Room 369
Salt Lake City, UT 84101

If you mail your objection to the Bankruptcy Court for filing you must mail it early enough so that the Court will receive it on or before May 6, 2015. You must also mail a copy to the undersigned counsel at

Sean Wood
The Rudd Firm, PC
201 S. Main, Ste. 275
Salt Lake City, UT 84111

(2) attend a hearing on May 12 at 11:00 AM in Courtroom 369, United States Bankruptcy Court, 350 S. Main, Salt Lake City, UT 84104. **There will be no further notice of the hearing** and failure to attend the hearing will be deemed a waiver of your objection.

If you or your attorney do not take these steps, the Bankruptcy Court may decide that you do not oppose granting of the Motion.

Dated this 17th day of April, 2015

/s/ Sean Wood
Sean Wood
THE RUDD FIRM, PC
Attorneys for Debtor

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MINERAL RESOURCES INTERNATIONAL, INC.	Chapter 11
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**THIRD AND FINAL FEE APPLICATION OF THE RUDD FIRM, P.C.,
COUNSEL FOR THE DEBTOR, FOR THE ALLOWANCE AND PAYMENT OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

The Rudd Firm, P.C. ("Applicant"), as counsel to the Debtors, Mineral Resources International, Inc. ("MRI" or "Debtor" herein), presents its third and final application for the allowance and payment of compensation and reimbursement of expenses (the "Application"). By the Application, Applicant seeks approval and allowance of compensation in the amount of \$2,575.00 for the period commencing September 1, 2014 through and including March 31, 2015. Copies of invoices showing the timekeeper, work performed, and amount billed during this period are attached hereto as Exhibit "A". Resumes of the professionals identified herein are attached hereto as Exhibit "B". In

support of this Application, Applicant respectfully states as follows

1. Case Background.

The Debtor registered to do business on December 26, 1995. The Debtor is a Utah Corporation with their principal place of business in Roy, Utah. The Debtor's business involves the production and sales of health products derived from minerals harvested from the Great Salt Lake. The Debtor's business has continued over time with consistent sales and movement into markets around the world. Debtor's assets include real estate, machinery and equipment, inventory, work-in-process, and accounts receivable.

Over the last several years, Debtor became embroiled in substantial litigation with a competitor, Salt Lake Minerals LLC ("SLM"), on a number of legal matters. This litigation resulted in a judgment in favor of SLM in an amount of approximately \$970,000 ("Judgment"). Prior to entry of a final verdict in the matter, the trial court issued a Prejudgment Writ of Attachment that secured the bulk mineral brines used by the debtor in the production of their materials. This judgment represents the biggest debt of any creditor by a large margin. This writ, together with the final judgment, put debtor in a very difficult situation to continue operation of its business. On September 16, 2013 (the "Petition Date"), the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code.

Following many months of preparation the Debtor filed its first proposed Chapter 11 Plan and Disclosure Statement. This plan was denied. Debtor then prepared a second Chapter 11 Plan and Disclosure Statement, which allowed for payment in full over a period of time to Debtor's largest creditor. Debtor's Plan was confirmed on February 28,

INITIAL	PROFESSIONAL	RATE	HOURS	VALUE
SMW	Sean M. Wood	\$250.00	10.3	\$2,575.00
TOTALS			10.3	\$2,575.00

4. Costs.

Applicant did not charge the Debtor for internal costs, such as copy charges, facsimile, telephone charges and electronic research during the applicable period. Costs charged to the Debtor represented actual out of pocket costs charged to Applicant by third party providers as follows:

CATEGORY	TOTAL
Filing Fees	n/a
Mailout Fees	n/a
Delivery Fees	n/a
Deposition Costs	n/a
Transcript Fees	n/a
Recording Fee	n/a
TOTAL COSTS	\$0.00

5. Summary.

The total compensation for services rendered by Applicant to the Debtor is as set forth below:

2015

2. Retention of The Rudd Firm, P.C.

Applicant agreed to receive compensation based on customary hourly rates charged to non-bankruptcy clients, except as indicated below. The following constitutes the hourly rates charged to the Debtor for each professional performing service on behalf of the Debtor during the time period covered by this Application:

Professional	Rate
Sean M. Wood	\$250.00

On September 30, 2013, the Court entered an order authorizing the retention of The Rudd Firm, P.C. as counsel for the Debtors, effective as of September 15, 2013.

3. Project Narrative Description.

a. Case Administration.

This category involves services related to assisting the Debtors in complying with their respective obligations as debtors in possession. Services included advising the Debtors with respect to their obligations and rights under Title 11 and preparing applications for the retention of professionals such as appraisers. This category also includes preparing and filing most pleadings involved in this case, preparing a chapter 11 payment plan, drafting fee applications, filing motions to extend the exclusivity period, drafting an objection for the Motion for Relief from Stay, and interfacing with opposing counsel and opposing parties on the existing litigation and possible settlement.

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SMW	Sean M. Wood	\$250.00	10.3	\$2,575.00
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After the Second Fee Application for The Rudd Firm and the Lone Peak Valuation Group Fee Application were approved, The Rudd Firm transferred funds from its client trust to Lone Peak Valuation Group to pay for their professional services. Once Lone Peak was paid, the amount approved for compensation for The Rudd Firm exceeded the amount in the Debtor's client trust account by \$1,113.00, which is still owing. Although compensation for this amount has already been approved, out of an abundance of caution this matter has preemptively been brought to the attention of the Court.

6. Certification.

This Application has been reviewed and approved by the Debtor. WHEREFORE, Applicant requests an award of \$2,575.00 for compensation of professional services rendered to be authorized as an administrative expense.

Dated this 17th day of April 2015

/s/ Sean M. Wood
Sean M. Wood
Attorney for the Debtor

EXHIBIT "A"
INVOICES

The Rudd Firm PC

201 S. Main, Ste. 275, Salt Lake City, UT 84111
P 801-676-5337 F 801-532-8400

Invoice

Attention: Bruce Anderson, President
Mineral Resources International

Date: 4/15/15

PROJECT TITLE: MRI Chapter 11
FILE NUMBER: 11-0001
INVOICE NUMBER: 14 (September 2014 to March 31, 2015)

Date	Description of Work	Done by	Hours	Cost
9/5/14	Finished drafting and editing 2nd fee application, drafted the fee summary for the US Trustee, set the hearing for the fee application	SMW	1.8	\$450.00
9/9/14	Drafted the Motion to Use Cash Collateral	SMW	0.3	\$75.00
9/10/14	Finished editing and compiled the PDFs to be filed with Court and filed the Motion to Use Cash Collateral and the 2nd Fee Application	SMW	0.3	\$75.00
11/6/14	Recounted and verified the numbers and to make sure they add up for hours billed on MRI, balanced the numbers with the amounts set aside for accounting fees	SMW	0.9	\$225.00
11/14/14	Filed the Motion for Fee Application of Lone Peak, filed the Notice for the Hearing on the Fee Application, prepared and mailed out the notices of the hearing	SMW	1.9	\$475.00
12/5/14	Prepared the Revised Application for Compensation, scheduled a hearing with the Court	SMW	1	\$250.00
12/8/14	Prepared and finalized the fee application and filed it with the Court	SMW	0.5	\$125.00
12/16/14	Prepared for and was present to appear and argue for the Lone Peak application hearing	SMW	0.7	\$175.00

1/5/15	Prepared and uploaded order for fee application	SMW	0.5	\$125.00
3/6/15	Sent emails to Tia Donohoe concerning the Lone Peak Fee Application	SMW	0.8	\$200.00
3/7/15	Drafted and Filed the Lone Peak Fee Application	SMW	0.8	\$200.00
3/30/15	Drafted the Fee Application Order and uploaded it to the ECF, called Court and had the hearing stricken	SMW	0.8	\$200.00
TOTAL			10.3	\$2,575.00

EXHIBIT "B"
RESUMES

Thank you for the opportunity to serve. Please let me know if you have any questions or concerns.

Sincerely yours,

Tyler Hawkes, Esq.

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The Rudd Firm, P.C.
201 S Main Street, Ste 275
Salt Lake City, UT 84111
Telephone 801-676-5337
Facsimile 801-532-8400
sean@ruddfirm.com

Practice Areas:

Bankruptcy
Family Law
General Business
Collections
Home Building Law

Licensed to Practice In:

Utah – 2013

Education:

University of the Pacific, McGeorge School of Law, 2013
Weber State University, B.S. 2010

Background:

Sean received his Bachelor's of Integrated Studies degree from Weber State University in 2010 with minors in Political Science, Technical Sales, and Asian Studies. Sean graduated in 2013 from the University of the Pacific, McGeorge School of Law in Sacramento.

While in law school he participated in the Client Counseling Competition Team and worked at McGeorge's Bankruptcy Clinic assisting low-income individuals in Bankruptcy matters. Sean clerked at The Rudd Firm the summers of his first and second years of law school as well as his entire last semester of law school.

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US Trustee's Office Laurie Clayton	via ECF
Don Dalton Dalton and Kelley PLC Counsel for Creditors	via ECF
20 Largest Unsecured Creditors	via First-Class Mail
<u>/s/ Sean M. Wood</u> Sean M. Wood Attorney for Debtor	

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SUMMARY REQUIRED BY THE UNITED STATES TRUSTEE GUIDELINES

NAME OF PROFESSIONAL/ PARAPROFESSIONAL	YEAR ADMITTED TO PRACTICE	HOURS BILLED CURRENT APPLICATION	RATE	TOTAL FOR APPLICATION
Sean M. Wood	2013	10.3	\$250.00	\$2,575.00
TOTAL FOR PROFESSIONALS		10.3		\$2,575.00
Blended Hour Rate of Professionals			\$250.00	
PARAPROFESSIONAL				
			\$0.00	
TOTAL FOR PARAPROFESSIONALS		0.00		\$0.00
GRAND TOTAL:		10.3		\$2,575.00
Blended Hourly Rate of All Billers:			\$250.00	

Fees & Expenses
Previously Requested \$50,297.50

NAMES OF APPLICANTS:
The Rudd Firm, P.C.

Fees & Expenses
Previously Awarded \$50,297.50

ROLE IN CASE:
Counsel to Debtors

CURRENT APPLICATION:
Fees Requested \$2,575.00
Expenses Requested \$0.00

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20 Largest Unsecured Creditors	via First-Class Mail
	<u>/s/ Sean M. Wood</u> Sean M. Wood Attorney for Debtor

Advantage Rental Equipment
3115 South 1900 West
Ogden, UT 84401

Berlin Packaging
PO Box 95584
Chicago, IL 60694-5584

Bi Nutraceuticals
2550 El Presidio St
Long Beach, CA 90810-1193

Biotrace Limited
4/110 Mays Rd
Onehunga
Auckland 1061
New Zealand

David G. Jensen
1191 Valhalla Drive
Clearfield, UT 84015

David Hulme
513 E 1700 N
Ogden, UT 84414

Energy Tools International ILS
59875 Onaga Trail
Joshua Tree, CA 92252

Islamic Food & Nutrition Council of Amer
777 Busse Highway
Park Ridge, IL 60068

Kent L. Phillips
PO Box 455
Kaysville, UT 84037

Lisa Richards C/O Don L. Buehner
3308 E Jacaranda Cir.
Mesa, AZ 85213

Matthew T. Anderson
4977 W 3450 S
Ogden, UT 84401

Miller Guymon, P.C.
165 Regent St.
Salt Lake City, UT 84111

Rocky Mountain Power
1033 NE 6th Avenue
Portland, OR 97256-0001

Salt Lake Minerals, LLC
3155 North Highway 89
Ogden, UT 84404

Schenk Family Limited Partnership
1000 West Lake Samish
Bellingham, WA 98226

Smith & Edwards Co., Inc.
3936 North Highway 126
Ogden, UT 84404

Spectra Graphics, Inc.
14701 W. 106th Street
Lenexa, KS 66215

State of Utah: Dept. Natl. Res.
PO Box 145801
Salt Lake City, UT 84114-5801

Thorpe North and Western
8180 S 700 E Ste 350
Sandy, UT 84070

Wilkinson Supply
3021 Grant Avenue
Ogden, UT 84401